### IN THE UNITED STATES BANKRUPTCY COURT FOR THE NORTHERN DISTRICT OF ILLINOIS EASTERN DIVISION

In re:	)	Case Nos.
	)	(Jointly Administered)
BUILDERS PLUMBING & HEATING SUPPLY CO.,	)	03B 49243
an Illinois corporation,	)	
GLENDALE PLUMBING SUPPLY CO., INC.,	)	03 B 49244
a Wisconsin corporation,	)	
SOUTHWEST PIPE & SUPPLY, INC.,	)	03 B 49245
a Delaware corporation,	)	
SPESCO, INC.,	)	03 B 49246
an Illinois corporation,	)	
and d/b/a FaucetsPlus.com,	)	Chapter 11
Debtors.	)	Honorable Judge John H. Squires

## DEBTORS' POST-CONVERSION SCHEDULE OF UNPAID DEBTS AND FINAL ACCOUNTING PURSUANT TO FED.R.BANKR.P. 1019(5)

Pursuant to this Court's Order, dated March 11, 2004 (the "Conversion Date"), the Debtors hereby submit this schedule (the "Schedule") of unpaid debts and final accounting in accordance with Fed.R. Bankr.P. 1019(5).



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## **Post-Conversion Budget**

Attached to the financing order was a budget approved by the parties-in-interest. This budget is attached as **Exhibit 1**.

The Debtors' have remained within their budget related to cash disbursements, and as a result, most items listed as owed as of the conversion date have been paid subsequent to the conversion date as part of the on-going wind-down tasks. The lending group has represented to the Official Unsecured Creditors' Committee that in the event of a conversion from a Chapter 11 to 7, that they would pay the items listed in the budget that might be trailing.

The professionals associated with the Official Unsecured Creditors Committee exceeded their carve-out, which was the amount listed in the budget. They therefore have an admin. claim for their balance.

The Trumbell Group, as noticing agent for the Debtors', was in the budget but exceeded their estimated cost. Their admin. claim is the balance due over the estimated amounts in the budget.

Unpaid Debts

# Schedule of Unpaid Debts

The following unpaid debts were incurred after **December 5, 2003** (the "Petition Date") and prior to the Conversion Date (March 11, 2004); On January 22, 2004, this Court approved the sale of substantially all the assets of the Debtors' through a Sec. 363 sale and on January 24, 2004, the Debtors' terminated substantially all the employees of the Estate.

								å	st · Com	Post - Conversion Status
Creditor Name / Address	Gross Amoun Outstanding	mount nding		Less: Retainers	Ző	Net Amount Outstanding	Basis of Debi	25 Q	Included within D.I.P. Budget	Admin Calm
Debtors' Professionals										
Piper Rudnick LLP 203 North LaSalle Street, Suite 1800 Chicago, Illinois 60601-1293	49	70,000.00	<del>-</del>	\$ 100,000,00	<i>₩</i>	(30,000,00)	Legal services and expenses as Debtors' bankrupkey counsel	Apolied	Applied to retainer	
Silverman Consulfing 5750 Old Orchard Road Suite 520 Skokie, Illinois 60090	69	106,060.30	N	\$ 103,934,00	<del> </del>	2,126.30	Financial advisors to the Debtors' - fees and expenses unpaid at March 11, 2004	69	106.060.30	
Gardner Carton & Douglas LLP 191 N. Wacker Drive Suite 3700 Chicago, Illinois 60606-1698	<b></b>	226,097.27		\$ 50,000.00		176,097.27	Legal services and expenses as Counsel to the Official Unsecured Creditors Committee		64.621.68	\$ 111,475.59
American Express Tax & Services Bus, One South Wacker Drive Chicago, Il 60606-3392	8	110,378.32	<u>ල</u>	90°000°00°	\$	60,378.32	Financial advisors to the Official Unsecured Creditors Committee - fees and expenses unpaid at March 11, 2004		60,378.32	
Subtotal Debtors Professionals	4A	512,535.89		\$ 303,934.00	<b></b>	208,601.89		F4	231,060.30	\$ 111,475.59
Accounts Receivable Collectors										
Hilco Receivables, LLC One Northbrook Place 5 Revere Dr., Suite 415 Northbrook, Il 60062	•	4,000.00		, e7	<b>∽</b>	4,000.00	Debtors' accounts receivable collection professionals		4 000 00	
Frederick A. Lurie West Monroe Street Suite 3550 Chicago, Illinois 60603	မှ	2,002.50		•	44	2,002.50	Ordinary Course Professional - Legal services for Debtors' collection activity re: stale accounts receivable.	•	2,002.50	. 49

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									Post - Conversion Status	sion Status
Creditor Name / Address	50	Gross Amount Outstanding		Less: Retainers		Net Amount Outstanding	Basis of Debt	ĒÖ	Included within D.I.P. Budget	Admini, Claim
Subtotal AIR Collectors	<b>*</b>	6,002.50	47		47	6,002.50		**	6,002.50 \$	ii i
Tax Accountants to Debtors'	<b></b>									
CBIZ Accounting, Tax, and Advisory Services South Wacker Drive, Suite 1800 Chicago, Illinois 60606	↔	00:000:00	. ↔	50,000.00	₩	(32,000.00)	Fax professionals - tax preparation work for Debtors'	↔	18,000,00	,
Subtotal - Tax Accountants	67	18,000.00	**	50,000.00	40	(32,000.00)		•	-	
Other Professionals	[ <del></del>									
The Trumbell Group 4 Griffin Road North Windsor, CT 06095	•	62,010.56	69		69	62.010.56	Professionals engaged as the noticing agent for the debtors.	€9	<del>69</del>	62 010 58
Subtotal - Other Professionals	44	62,010.56	•		. 47	62,010.56		•		
Accrued Expenses	<del></del>									
1st Quarter State Unemployment Taxes										
Illinois	↔	69,780.30	47		44	69,780.30	1st Qtr. U/C Taxes	47	\$ 06.780.30	,
Indiana	<del>63</del>	4,183.81	₩			4,183.81	1st Qtr. U/C Taxes	es.	<del> </del>	
									۲.	

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		<b></b>			ocui	nent		age	5 01	10
Post - Conversion Status	Admin Claim	\$	- -	· ·	,			₩	٠	173,486.15
st - Conve	Included within D.I.P. Budget	792.22	7,578.80	6,983,97	4		00:000:02	40,000.00	110,000,00	454,381.90 \$
Pa	ara Pripu	<del>√</del>	<del>69</del>	<del>()</del>	•		49	69	*	**
	Basis of Debt	1st Ott. U/C Taxes	1st Otr. U/C Taxes	1st Off. U/C Taxes						
	Net Amount Outstanding	\$ 792.22	\$ 7,578.80	6,983,97	89,319.10		70,000.00	40,000.00	110,000.00	443,934.05
	Less: Retainers	•	1	<u> </u>			,	-	'	363,934.00 \$
		*	s)		47		₩	₩	**	*
	Gross Amotimt Outstanding	792.22	7,578.80	6,983.97	89,319.10		70,000.00	40,000.00	110,000.00	797,868.05
	Control of the Contro	<del>69</del>	40	₩	*	,	•>	4	47	
	Gredifor Name / Address	" Kentucky	" Wisconsin	Florida	Subtotal - 1st Otr. U/C taxes		Accrued Payroll	Accrued Willties	Subtotal - Other expenses	

## Footnotes

- Primary role ended with the conversion February and March 1 March 11 fees and expenses to be offset against the retainer held some services after the conversion; retainer being held to offset March 11 March 31 and April, 2004 fees and expenses
   Role ended with the conversion; carve-out of \$225,000 split by agreement with Gardner Carton and American Express

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and d/b/a FaucetsPlus.com,	)	Chapter 11
Debtors,	)	Honorable Judge John H. Squires

## Balance Sheet Period Ending: March 11, 2004

		Amount
Assets:		
Cash	\$	80,754.28
Accounts Receivable - Gross (Being liquidated by Hilco Receivables LLC)	\$	10,198,538.86
Inventory (Being liquidated by Hilco Wholesale LLC) - estimated net recovery	\$	75,000.00
Cash Surrender Value Life Insurance - deferred compensation plan	\$	1,577,092,00
Cash Surrender Value Life Insurance - officers' life insurance - estimate		250,000,00
Crime Policy Recovery	\$ \$ \$	150,000.00
Credit Card Holdbacks (Proceeds expected around June, 2004)	\$	259,574.94
Income Tax Refunds (Proceeds expected around September, 2004)	\$	4,000,000,00
Contingent asset - Cause of actions - Former accounting firm; others		Unknown
Contingent asset - Personal guarantee of principals - \$5 million - estimated recovery		Unknown
Subtotal	\$	16,590,960.08
Professional Retainers		
Piper Rudnick	\$	100,000.00
Silverman Consulting	\$	100,000.00
Garnder Carton & Douglas LLP	\$ \$ \$ \$	50,000.00
American Express Tax & Services Business	\$	50,000.00
CBIZ Accounting, Tax, and Advisory Services	\$	50,000.00
Total Retainers	\$	350,000.00
Total Assets:	•	16,940,960,08
Liabilities:		
Post-petition liabilities		
Administrative Claim - In D.I.P. budget to be paid		
From the Schedule of Unpaid Debts	\$	624,381.90
Administrative Claim - Will not be paid from the D.I.P. budget		
From the Schedule of Unpaid Debts	\$	173,486.15
Total post-petition liabilities as of March 11, 2004	\$	797,868.05

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Pre-petition liabilities

Unsecured liabilities \$ 30,398,220.80

D.I.P. loan

Balance March 11, 2004 (\$29,380,709 as of the filing date) \$ 18,493,822.41

Total Liabilities: \$ 49,689,911.26

Equity (Deficit) - Liabilities exceed Assets \$ (32,748,951,18)

9 West Totals  Cash Flow Totals	Cash		1 .	·			0 j ( 3)	4,753,842	244,800	550,607	5,199,934	75,000	150,000	1,830,252	8.030,186						316,642	156,782	0,734	251	627,071	12,500 15,000
Week 9 04/30/04	Budget			·[-				780,025	28,263	89,718 83,718	961,305	,	150,000	150,000	1,131,305		1 1			1	61,328 19,626	46,282		1	127,236	
₩4 1	Budget							556,305	16,150	68,425 53,805	694,685	. 4 4	, .	ī	905,018 694,685 1,131,3		, ,				30,664 13,894	,	. ,	, ,	44,558	1 1
	Budget			, ,	-	•		706,118	24,225	93,925	905,018			1	905,018			1		•	30,664 18,100	1			48.765	, ,
Weet 8	Budget							223,720	12,113	22,78 0,40 1,00 1,00 1,00 1,00 1,00 1,00 1,00	331,577	15 Tr		-	775,				-	1	30,664				37,296	• •
Week 5	Budget	,		. -				574,082	37,732	82,323 69,943	764,082			•	764,082 331,57						30,564 15,282	45,500			91,446	
West 4 Wret 5  03/26/04 04/02/04  5 5	Budget Committee	,	1 1		-	4 1		499,375	32,810	70,142 53,805	656,132	75,000	1,605,252	1,680,252	1,336,384		•				30,564	. 800	,		45,587	2,500
Mex 3 03/19/04 5	Budget		. ,	' '	7	1 1		549,313	36,091	77,350 59,186	721,939			-	721,939					1	30,564 14,439	, 000.5	1		48,103	2,500
West 2 West 3	Budget	'				• •		546,954	32,810	55,725 53,805	652,715	***		-	652,715	,	•	. ;			30,664	3.000	, ,	477	61,675	2,500
55/04	Budget							375,530	24,608	8 8 8 8 45	492,482		, ,	i	492,482	ı	1			1	30,654 25,682	65,000 934	; ' ;	971	122,406	5,000
	101/Actual 2/27/04	NET SALES  Truolocad Sales  Builders	Spesco (Plumbing) Glendale			Invoiced Salest	RECEIPTS	A/R Cash-BPSC	A/R Cash-Spesco (Plumbing)	A/R Cash-SW Pipe	A/R Cash Receipts	Non A/R Cash Inventory Liquidation - Hilco	Preference Fee recoop Life Insurance Policy Sale or Cash Surrender	Mon A/R Cash Receipts	RECEIPTS	DISBURSEMENTS  Material and Sub-Contractor Payments  Total Relident face: 898	Plus: Inventory bland	Less: Inventory Usage - Addison Material	Sub-Contractor Payments	Material Purchases	Payroll & Related Expenses Weekly Payroll (Includes taxes) Collection Intentive (2% at eactions, 2% > 10 m)	Graug Insurance (Humana) Union Health Insurance & Pension	Union Dues	Employee Agency Fees Frontower Absency Fees	Total Payrol and Benefits	Coperating Expenses  Contracted taken  Expedited record Removal Iron Mountain

\* 8 -

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2/27/04 through 4/30/
Builders Plumbing & Heating Supply Co. et.:

Historians	Budget 29,099 1,500 65,000 72,111 3,000	6,000 6,000	5,400 5,400 6,400	3,500 5,500 8,000 2,500 3,500 6,500	2,500 2,500 2,500 2,500 2,500 2,500 3,000	3,000	3,000	3,000	3,000
Truck Expense Truck Expense Truck Repairs Office Supplies Pent & Paper Pent & Paper Repairs & Ruitmenance-Grounds Repairs & Ruitmena	VILLE WARD	· · · · · · · · · · · · · · · · · · ·					, , , , , , , , , , , , , , , , , , , ,		
Contributions Historian  Other Operating Expenses Total Operating Expenses Total Operating Expenses  Total Operating R.Co. (Tax Accountant) Start Boints - Previously Approved Budget  Dilip Regibery R.Co. (Tax Accountant) Start Boints - Previously Approved Budget  Start Boints - Previously Approved Budget  Extension (Francial advisor) Pretainer Schaff Harita (Debtor Labor attorners) Pretainer Schaff Harita (Debtor Labor attorners)	3,000	3,000	3,000 3,000 14,500 62,603 25,000	3,000 3,000 12,000 57,567 116,135 36,300	3,000 3,000 1,000	3,000	3.000 3.000 5.000 5.000	3,000	3,000 3,000 1,000 133,236

8 West Tools Cost Flow Cost Flow Cost	19.069.677 (9.030.186) (247.149) 1.728.005 11.526.347 #REFI		(2519,632)	(15,016,179) [2,519,832] [15,526,347] (15,046,179)
Weea 9 04/30/04 5/04 Budget	13,578,656 11,131,305 1478,000 156,996 12,526,347		(2,519,632)	[5,313,444] [15,046,179] (1,724,788] [2,519,822] 13,578,666 [1,576,347] 15,313,444] [15,046,179]
Wex B 04/23/04 5 8 8 8 1 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	14,218,783 (694,685) (4,585) 13,578,656		(1,734,788) (13,578,656	
Week 7 04/16/04 5 6udpet 6udpet	15,065,036 (905,018) 58,765 14,218,783		(1,179,040) (1,179,040) 14,218,783	(1,537,023) (1,179,040) (1,179,040) (1,179,040) (1,179,040)
Wex 6	15,349,317 (331,577) 47,296 15,065,036		(455,026) 15,065,036	(15,520,0 (455,0 15,65,0 (15,520,0
Mex 5 04/02/04 6udget	15,929,139 (764,082) - 184,260 15,349,317		(189,765)	91) (15.539.082) 71 (159.765) 9   15.349.17 81) (15.539.082)
Weet 4 03/26/84 5	17,924,501 [2,336,384) 341,022 15,929,139		421,501 15,929,139	(15,507,6) 411,5 15,929,1 (15,507,6
Week 3 03/19/04 5 5 8 udget	18,554,637 (721,939) 91,603 17,924,501		2,589,159 17,924,501	(15,335,342) [7 2,599,159 1,7924,501
Week 2 03/12/04 5 5 Budget	19,127,377 [652,715] 80,175 18,554,837		3,166,710 3,186,710 18,554,837	(15.88.127) 31(6,710 3.554.837 (15,380.127)
Week 1	19,069,677 [492,482] 235,851 314,331 19,127,377	1 7 1	3,688,082 3,688,082 19,127,377	360.837 19127.377 (15,430,495)
pply Co. et.	19,069,677		4,742,414 4,742,414 19,069,677	(14,327,263)] (15,43) 4,742,414   3,60 19,069,677   19,12 (14,327,263)] (15,43)
Liquidating Budget 2/27/04 through 4/30/ Liquidating Budget 2/27/04 through 4/30/ Find Date 125:00  Days in Business Week 80 of 2/27/04  Budget/Actual 80 of 2/27/04	Revolver Beginning Balance Carl Receipts Change in Floot Cach Disbursements Ending Balance Maximum Revolver	L/C's Beginning Balance Additional L/C's Ending Balance BORROWING BASE	TOTAL BIG OF TOTAL BIG OF TOTAL REVOLVER Cap on Revolver & L/C's	Availability (overador)   Availability (overadornes)   BLC   TOTAL COLLATERA TOTAL AVAIL/ (over